The Annual Meeting of the Rhode Island Turnpike and Bridge Authority was held on Wednesday, May 2, 2012 at 8:30 A.M. at the Jamestown Police Department Conference Room.

The meeting was called to order at 8:30 A.M. by Chairman David A. Darlington.

Members Present:

David A. Darlington, Chairman

Stephen C. Waluk, Co-Vice Chairman

Arthur H. Fletcher, Co-Vice Chairman

Deborah M. Brayton

Michael P. Lewis, Director DOT

Invited Guests:

Buddy Croft, Executive Director

Nancy E. Parrillo, CFO

Peter M. Janaros, Director of Engineering

Marianne Hillier, Director of Operations

Kathryn O'Connor, EZ –Pass Supervisor

JoAnn Head, Executive Assistant

Brian J. Lamoureux, Legal Counsel

Item No. 2

Public Comments: None

Item No. 3

Motion by Arthur H. Fletcher, seconded by Stephen C. Waluk, passed unanimously to approve the reappointment of Chairman David Darlington.

Motion by Deborah M. Brayton, seconded by Michael P. Lewis, passed unanimously to approve Stephen C. Waluk and Arthur H. Fletcher as Co- Vice Chairman's.

Motion by Stephen C. Waluk, seconded by Michael P. Lewis, passed unanimously to approve the reappointment of Nancy E. Parrillo as Treasurer.

Motion by Stephen C. Waluk, seconded by Arthur H. Fletcher, passed unanimously to approve the reappointment of Buddy Croft as Secretary.

Item No. 4

Motion by Stephen C. Waluk, seconded by Michael P. Lewis, passed unanimously to approve the minutes of April 11, 2012 meeting.

Item No. 5

Motion by Michael P. Lewis, seconded by, Stephen C. Waluk, passed unanimously to approve:

Adler Pollock & Sheehan

Professional Services for the month of March

\$ 191.25

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Item No. 6

Motion by Stephen C. Waluk, seconded by, Michael P. Lewis, passed unanimously to approve:

Pannone, Lopes & Devereaux

Professional Services for the month of April

\$ 6,166.18

Item No. 7

Motion by Stephen C. Waluk, seconded by, Michael P. Lewis, passed unanimously to approve:

Ammann & Whitney – Mt. Hope Bridge

CSS 09-7

Invoice No.19 \$ 1,794.39

Underwater Inspection

Invoice No. 20 10,014.95

Total \$ 11,809.34

Item No. 8

Motion by Stephen C. Waluk, seconded by Arthur H. Fletcher, passed unanimously to ratify:

Aetna Bridge – Newport/Pell Bridge

Deck Repairs

Application No. 27 \$ 108,233.02

Item No. 9

Motion by Stephen C. Waluk, seconded by Arthur H. Fletcher, passed unanimously to ratify:

Bond Requisition No. 22

Parsons Brinckerhoff

Invoice No. 473447 \$ 6,079.34

Bond Requisition No. 23

Abhe & Svoboda

Application No. 15 323,762.72

Keville Enterprises, Inc.

Invoice 1044-15 17,880.70

Invoice 1044-16 11,026.21

Invoice 1044-17 20,143.50

Total \$ 378,892.47

Item No. 10

Motion by Stephen C. Waluk, seconded by Arthur H. Fletcher, passed unanimously to ratify:

Burgin Lambert Inc. – RITBA Administration Building

Invoice No. 01006.06 \$ 4,785.00

Invoice No. 01006.07 7,212.00

Invoice No. 01006.08 1,040.00

Total \$ 13,037.00

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Item No. 11

Motion by Stephen C. Waluk, seconded by Arthur H. Fletcher, passed unanimously to ratify:

E.W. Burman, Inc. - Newport/Pell Bridge

Contract 11-8-8 CSS

Application 0008 \$ 330,075.00

Item No. 12

Motion by Stephen C. Waluk, seconded by Arthur H. Fletcher, passed unanimously to ratify:

Keville Enterprises – Mt. Hope Bridge

CIS Contract 09-7 \$ 1,401.11

Item No. 13

Motion by Stephen C. Waluk, seconded by Arthur H. Fletcher, passed unanimously to ratify:

Modjeski and Masters, Inc. - Mt. Hope Bridge

Professional Services – January 2012

Invoice No. 4 \$ 4,680.62

Item No. 14

Motion by Stephen C. Waluk, seconded by Arthur H. Fletcher, passed unanimously to ratify:

Parsons Transportation Group, Inc.

Contract 10-11 Design

Invoice No. 18 \$ 26,870.91

Item No. 15

Motion by Stephen C. Waluk, seconded by Arthur H. Fletcher, passed unanimously to table Deck Grinding – Newport/Pell Bridge and call a special meeting. The Chairman questioned the cost of over one million on the two bids that were received as opposed to Ammann & Whitney's estimate. Michael P. Lewis said it was very disappointing and warrants further study and suggested D.O.T. and Peter M. Janaros work together to evaluate the bid.

Item No. 16

Motion by Stephen C. Waluk, seconded by Michael P. Lewis, passed unanimously to award Contract 10-11 North Approach Protective Coating & Rehabilitation at Mt. Hope Bridge to Aetna Bridge Company in an amount not-to-exceed \$7,041,090.

Item No. 17

Motion by, Stephen C. Waluk, seconded by Michael P. Lewis, passed unanimously to award Keville Enterprises Contract 10-11 Cost Proposal for the Mt. Hope Bridge North Approach Protective Coating & Rehabilitation Construction Inspection Services in an amount not-to-exceed \$335,000.

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Item No. 18

Motion by Michael P. Lewis, seconded by Stephen C. Waluk, passed unanimously to award Ammann & Whitney Contract 10-11Cost Proposal for the Mt. Hope Bridge North Approach Construction Support Services in an amount not-to-exceed \$245,000.

Item No. 19

Motion by Stephen C. Waluk, seconded by Michael P. Lewis, passed unanimously to table Item 19 Toll Plaza Paving for more information and have a Special Meeting to determine the cost.

Item No. 20

Motion by Stephen C. Waluk, seconded by Arthur H. Fletcher, passed unanimously to award Vision Voice & Data Solutions contract for Phone System Purchase and Installation in the projected amount of \$27,000.

Item No. 21

Motion by Michael P. Lewis, seconded by Stephen C. Waluk, passed unanimously to approve Uninterrupted Power Source (UPS) Power System Upgrade for the new facility in the approximate amount of \$29,000 - \$30,000.

Item No. 22

Motion by Stephen C. Waluk, seconded by Michael P. Lewis, passed unanimously to approve a two (2) year extension of the Telvent Maintenance Contract at the current monthly rate of \$17,557.00.

Item No. 23

Chairman's Report

- Tunnel & Open Road Lanes
- A Stable with Fitch
- Staff How well our folks have handled all phases of construction

Item No. 24

Executive Director's Report

4/12 Bldg. Mtg.

4/12 ORT/Site Mtg.

4/12 RIPEC

4/23 Senior Staff

4/24 ACS/CS in Newark

4/24 CS ORT / Back office Conf. Call

4/26 Bldg. Mtg.

4/26 ORT / Site Mtg.

4/27 Conf. Call Re: Fitch Rating

4/30 RDW

4/30 DOT

5/1 Hearings @ House Finance

5/1 CS Conf. Call - ORT / Back Office

ORT - Lanes - 6/22

Bldg. – Move in - 6/25

Bldg. Completion - 8/31

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Item No. 25

Finance Report

- March 2112 MTD / YTD Financial Report
- Traffic and Revenue Reports

Item No. 26

Engineering Report

Newport/Pell Bridge

- Ten Year Plan Implementation 2011 Plan approved by Board July 13, 2011
- 09-1 Steel Repairs / Painting Original Bids opened Feb. 22, 2010 -

Per direction of Board Re-Bid April 20, 2010- Awarded May 17, 2010 - Abrasive Blasting and painting - ongoing (44 of 75 units complete).

Note: East Support Barge sunk during Oct. 30th, 2011 storm.

Contractor to address schedule impact with double shifts.

- 08-4 Deck Repairs, Ride ability Improvements / Seal Replacements by Aetna. Contract #12-1 Design underway.
- Approach Span Inspection by WSP Sells; Started work in September and finished in December – Main Span Side Spans began in November. Report due by June 2012
- ELUR ready to close out with DEM: ATC finalizing
- First Responder Training w/ Newport Fire Department complete
- Ramp Project: RIDOT received city endorsement and will proceed
- Studies status Median Barrier Wind study complete; some structural limitation needs to be studied further for high winds. -Testing in Wind Tunnel complete. Median helps to stabilize structure: Formal Report due this summer.
- West approach pavement; ready for design Deck evaluation; ongoing
- Administration Bldg. Approved for award July 13, 2011.
 Construction Work on-going.
- Micro-grinding of deck meeting with RIDOT January 10, 2012.
 RIDOT field testing Jan. 25, 2012. Report before Feb. 8, 2012. Data acquisition done / Plans Spec Design by A&W in May.
- WSP SELLS Underwater Inspection. Award due at March 14, 2012 meeting.

Mt. Hope Bridge

- Ten Year Plan implementation Ongoing Plan approved by Board July 13, 2011.
- 08-1 Tower Pier Rehab: Project Closeout: Extra cost notification by Contractor denied.
- 10-11 Design of North approach Steel Repairs & Painting ongoing Bid April 2012. April 18, 2012 Bids due.
- Modjeski & Masters Annual Inspection. Approved Field work complete; report received/approved.
- Intersection / Drainage upgrade by DOT at Portsmouth end of bridge.
- Aetna Bridge 09-7 On Call Maintenance Contract: Work this year on Deck on going.
- Ammann & Whitney Contract: Transfer of Engineer of record duties complete.
- Underwater Inspection in October by A&W: Field work done with report due this in June.

Item No.27

Operations Report

- On Monday afternoon, April 30th, westbound lanes 9, 10 & 11 were closed to traffic. The center lanes were temporarily paved to process the westbound traffic.
- On Tuesday morning, May 1st, the final piece of the tunnel was installed in the westbound lane on the North side of the toll plaza.
- At approximately 4:00pm May 1st , the westbound lanes 9, 10, and
 11 were reopened to traffic. Center lanes were closed.
- All westbound traffic counts during this process will be submitted to

the Finance Dept.

- Eastbound lanes going into Newport was business as usual with lane's 1, 2 3 & 4 Open to traffic
- Adjustments continue with the Toll Collector's schedule, as needed, during this construction.

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Item No. 28

Motion by Stephen C. Waluk, seconded by Michael P. Lewis, passed unanimously to go into Executive Session Pursuant to RI General Laws 42-46-5 (a) (2), Potential Litigation, Litigation, Pursuant to RI General Laws 42-46-5(a) (3), Security Matters at 9:52 a.m.

Motion by Deborah M. Brayton, seconded by Michael P. Lewis, passed unanimously to come out of Executive Session at 10:13 a.m. and seal the minutes.

Motion by Deborah M. Brayton, seconded by Arthur H. Fletcher, passed unanimously to adjourn the public meeting at 10:14 a.m.

There were no discussions on the motions. The motions passed unanimously and the Executive Committee exited Executive Session at 10:15 a.m.

Buddy Croft Secretary